

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): May 30, 2024



Shenandoah Telecommunications Company

(Exact name of registrant as specified in its charter)

Virginia
(State or other jurisdiction of incorporation)

0-9881
(Commission File Number)

54-1162807
(IRS Employer Identification No.)

**500 Shentel Way
P.O. Box 459
Edinburg, VA 22824**
(Address of principal executive offices) (Zip Code)

(540) 984-4141
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock (No Par Value)	SHEN	NASDAQ Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On May 30, 2024, Shenandoah Telecommunications Company (the “Company”) filed Articles of Correction (the “Articles of Correction”) with the State Corporation Commission of the Commonwealth of Virginia to correct the Company’s Articles of Amendment (the “Articles of Amendment”), effective as of April 30, 2024. The Articles of Amendment were corrected to reflect that only the first paragraph of Article VI was amended.

The foregoing description of the Articles of Correction is qualified in its entirety by reference to the full text of the Articles of Correction, a copy of which is attached hereto as Exhibit 3.1 and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
3.1	Articles of Correction, dated May 30, 2024
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

SHENANDOAH TELECOMMUNICATIONS COMPANY

Dated: May 31, 2024

/s/ Derek C. Rieger

Derek C. Rieger

Vice President – Legal and General Counsel

**ARTICLES OF CORRECTION
TO THE
ARTICLES OF AMENDMENT
OF
SHENANDOAH TELECOMMUNICATIONS COMPANY**

The undersigned, on behalf of the corporation set forth below, pursuant to Section 13.1-607 of the Code of Virginia, states as follows:

I.

The name of the corporation prior to filing is Shenandoah Telecommunications Company (the "Corporation").

II.

The articles to be corrected are the Articles of Amendment to Amended and Restated Articles of Incorporation of Shenandoah Telecommunications Company, which became effective on April 30, 2024 (the "Articles of Amendment").

III.

The Articles of Amendment inadvertently omitted "The first paragraph of" from the description of the portion of Article VI of the Amended and Restated Articles of Incorporation of Shenandoah Telecommunications Company that was intended to be amended by the Articles of Amendment.

IV.

Article II of the Articles of Amendment is corrected to read as follows:

The first paragraph of Article VI of the articles of incorporation of the Corporation is hereby amended in its entirety to read as follows:

The authorized number of directors of this Corporation shall be not less than seven (7) and not more than thirteen (13). The number of directors within this range shall be fixed in accordance with the Corporation's Bylaws, as may be amended from time to time. When the number of directors is changed the Board of Directors shall determine the class or classes to which the increased or decreased number of directors shall be apportioned; provided that the directors in each class shall be as nearly equal in number as possible. No decrease in the number of directors shall have the effect of shortening the term of any incumbent director.

IV.

The Corporation authorized the correction on May 30, 2024.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned corporation has caused these Articles of Correction to be executed by its duly authorized officer as of May 30, 2024.

SHENANDOAH TELECOMMUNICATIONS COMPANY,
a Virginia corporation

By: /s/ Christopher E. French
Name: Christopher E. French
Title: President and Chief Executive Officer
SCC ID: 02140531